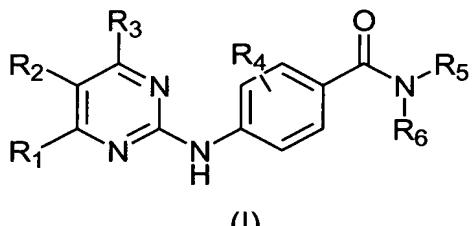


**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of claims**

1. (Previously Presented) A compound having the structure:



or a pharmaceutically acceptable salt thereof,

wherein:

R<sub>1</sub> is phenyl, naphthyl, pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, or quinazolinyl, optionally substituted with one to four substituents independently selected from R<sub>7</sub>;

R<sub>2</sub> is hydrogen;

R<sub>3</sub> is hydrogen or lower alkyl;

R<sub>4</sub> represents one to four optional substituents, wherein each substituent is the same or different and independently selected from halogen, hydroxy, lower alkyl and lower alkoxy;

R<sub>5</sub> and R<sub>6</sub> are the same or different and independently -R<sub>8</sub>, -(CH<sub>2</sub>)<sub>a</sub>C(=O)R<sub>9</sub>, -(CH<sub>2</sub>)<sub>a</sub>C(=O)OR<sub>9</sub>, -(CH<sub>2</sub>)<sub>a</sub>C(=O)NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>C(=O)NR<sub>9</sub>(CH<sub>2</sub>)<sub>b</sub>C(=O)R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>NR<sub>9</sub>C(=O)R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>NR<sub>11</sub>C(=O)NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>OR<sub>9</sub>,

$-(CH_2)_aSO_cR_9$ , or  $-(CH_2)_aSO_2NR_9R_{10}$ ;

or  $R_5$  and  $R_6$  taken together with the nitrogen atom to which they are attached to form a substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofurananyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl;

$R_7$  is at each occurrence independently halogen, hydroxy, cyano, nitro, carboxy, alkyl, alkoxy, haloalkyl, acyloxy, thioalkyl, sulfinylalkyl, sulfonylalkyl, hydroxyalkyl, phenyl or naphthyl, substituted phenyl or naphthyl, aralkyl, substituted aralkyl, substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofurananyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl, heterocyclealkyl, substituted heterocyclealkyl,  $-C(=O)OR_8$ ,  $-OC(=O)R_8$ ,  $-C(=O)NR_8R_9$ ,  $-C(=O)NR_8OR_9$ ,  $-SO_cR_8$ ,  $-SO_cNR_8R_9$ ,  $-NR_8SO_cR_9$ ,  $-NR_8R_9$ ,  $-NR_8C(=O)R_9$ ,  $-NR_8C(=O)(CH_2)_bOR_9$ ,  $-NR_8C(=O)(CH_2)_bR_9$ ,

$-O(CH_2)_bNR_8R_9$ , or substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofurananyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl fused to phenyl;

$R_8$ ,  $R_9$ ,  $R_{10}$ , and  $R_{11}$  are the same or different and at each occurrence independently hydrogen, alkyl, substituted alkyl, phenyl or naphthyl, substituted phenyl or

naphthyl, aralkyl, substituted arylalkyl, substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranlyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl, heterocyclealkyl or substituted heterocyclealkyl;

or  $R_8$  and  $R_9$  taken together with the atom or atoms to which they are attached to form a substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranlyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl;

$a$  and  $b$  are the same or different and at each occurrence independently selected from 0, 1, 2, 3 or 4; and

$c$  is at each occurrence 0, 1 or 2.

2. (Previously Presented) The compound of claim 1 wherein  $R_5$  and  $R_6$ , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranlyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydropyrimidinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, tetrahydropyrimidinyl, tetrahydrothiophenyl or tetrahydrothiopyranyl.

3-6. (Canceled)

7. (Previously Presented) The compound of claim 1 wherein  $R_1$  is phenyl or naphthyl.

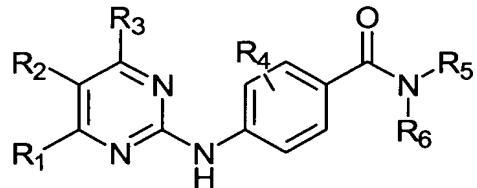
8. (Previously Presented) The compound of claim 3 wherein R<sub>5</sub> and R<sub>6</sub>, taken together with the nitrogen atom to which they are attached, form piperazinyl.

9. (Previously Presented) The compound of claim 3 wherein R<sub>5</sub> and R<sub>6</sub>, taken together with the nitrogen atom to which they are attached, form piperidinyl.

10. (Previously Presented) The compound of claim 3 wherein R<sub>5</sub> and R<sub>6</sub>, taken together with the nitrogen atom to which they are attached, form morpholinyl.

11. (Previously Presented) A pharmaceutical composition comprising the compound of claim 1 and a pharmaceutically acceptable carrier.

12. (Currently Amended) A method for treating ~~an inflammatory~~ a condition responsive to IKK-2 inhibition, comprising administering to a patient in need thereof and effective amount of a compound having the structure:



or a pharmaceutically acceptable salt thereof,

wherein:

R<sub>1</sub> is phenyl, naphthyl, pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, or quinazolinyl optionally substituted with one to four substituents independently selected from R<sub>7</sub>;

R<sub>2</sub> and R<sub>3</sub> are the same or different and are independently hydrogen or lower alkyl;

R<sub>4</sub> represents one to four optional substituents, wherein each substituent is the same or different and independently selected from halogen, hydroxy, lower alkyl or lower alkoxy;

R<sub>5</sub> and R<sub>6</sub> are the same or different and independently -R<sub>8</sub>, -(CH<sub>2</sub>)<sub>a</sub>C(=O)R<sub>9</sub>, -(CH<sub>2</sub>)<sub>a</sub>C(=O)OR<sub>9</sub>, -(CH<sub>2</sub>)<sub>a</sub>C(=O)NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>C(=O)NR<sub>9</sub>(CH<sub>2</sub>)<sub>b</sub>C(=O)R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>NR<sub>9</sub>C(=O)R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>NR<sub>11</sub>C(=O)NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>OR<sub>9</sub>, -(CH<sub>2</sub>)<sub>a</sub>SO<sub>c</sub>R<sub>9</sub>, or -(CH<sub>2</sub>)<sub>a</sub>SO<sub>2</sub>NR<sub>9</sub>R<sub>10</sub>;

or R<sub>5</sub> and R<sub>6</sub> taken together with the nitrogen atom to which they are attached to form a substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofurananyl, tetrahydropyrananyl, tetrahydropyridinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyrananyl;

R<sub>7</sub> is at each occurrence independently halogen, hydroxy, cyano, nitro, carboxy, alkyl, alkoxy, haloalkyl, acyloxy, thioalkyl, sulfinylalkyl, sulfonylalkyl, hydroxyalkyl, phenyl or naphthyl, substituted phenyl or naphthyl, aralkyl, substituted aralkyl, substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofurananyl, tetrahydropyrananyl, tetrahydropyridinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyrananyl,

heterocyclealkyl, substituted heterocyclealkyl, -C(=O)OR<sub>8</sub>, -OC(=O)R<sub>8</sub>, -C(=O)NR<sub>8</sub>R<sub>9</sub>, -C(=O)NR<sub>8</sub>OR<sub>9</sub>, -SO<sub>c</sub>R<sub>8</sub>, -SO<sub>c</sub>NR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>SO<sub>c</sub>R<sub>9</sub>, -NR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>C(=O)R<sub>9</sub>, -NR<sub>8</sub>C(=O)(CH<sub>2</sub>)<sub>b</sub>OR<sub>9</sub>, -NR<sub>8</sub>C(=O)(CH<sub>2</sub>)<sub>b</sub>R<sub>9</sub>, -O(CH<sub>2</sub>)<sub>b</sub>NR<sub>8</sub>R<sub>9</sub>, or substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl,

valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl fused to phenyl;

$R_8$ ,  $R_9$ ,  $R_{10}$  and  $R_{11}$  are the same or different and at each occurrence independently hydrogen, alkyl, substituted alkyl, phenyl or naphthyl, substituted phenyl or naphthyl, aralkyl, substituted arylalkyl, substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl, heterocyclealkyl or substituted heterocyclealkyl;

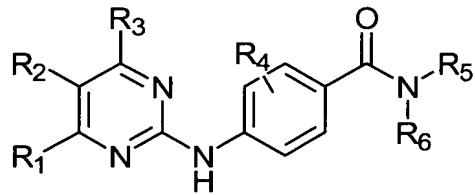
or  $R_8$  and  $R_9$  taken together with the atom or atoms to which they are attached to form a substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyridinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl;

$a$  and  $b$  are the same or different and at each occurrence independently selected from 0, 1, 2, 3 or 4; and

$c$  is at each occurrence 0, 1 or 2;

wherein the condition is an inflammatory condition, an autoimmune condition, a cardiovascular condition, a metabolic condition, an ischemic condition, an infectious disease, stroke, epilepsy, Alzheimer's disease, Parkinson's disease or cancer.

13. (Previously Presented) A method for treating an inflammatory condition comprising administering to a patient in need thereof and effective amount of a compound having the structure:



or a pharmaceutically acceptable salt thereof,

wherein:

R<sub>1</sub> is phenyl, naphthyl, pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, or quinazolinyl optionally substituted with one to four substituents independently selected from R<sub>7</sub>;

R<sub>2</sub> and R<sub>3</sub> are the same or different and are independently hydrogen or lower alkyl;

R<sub>4</sub> represents one to four optional substituents, wherein each substituent is the same or different and independently selected from halogen, hydroxy, lower alkyl or lower alkoxy;

R<sub>5</sub> and R<sub>6</sub> are the same or different and independently -R<sub>8</sub>, -(CH<sub>2</sub>)<sub>a</sub>C(=O)R<sub>9</sub>, -(CH<sub>2</sub>)<sub>a</sub>C(=O)OR<sub>9</sub>, -(CH<sub>2</sub>)<sub>a</sub>C(=O)NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>C(=O)NR<sub>9</sub>(CH<sub>2</sub>)<sub>b</sub>C(=O)R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>NR<sub>9</sub>C(=O)R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>NR<sub>11</sub>C(=O)NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>a</sub>OR<sub>9</sub>, -(CH<sub>2</sub>)<sub>a</sub>SO<sub>c</sub>R<sub>9</sub>, or -(CH<sub>2</sub>)<sub>a</sub>SO<sub>2</sub>NR<sub>9</sub>R<sub>10</sub>;

or R<sub>5</sub> and R<sub>6</sub> taken together with the nitrogen atom to which they are attached to form a substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyridinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl;

R<sub>7</sub> is at each occurrence independently halogen, hydroxy, cyano, nitro, carboxy, alkyl, alkoxy, haloalkyl, acyloxy, thioalkyl, sulfinylalkyl, sulfonylalkyl, hydroxyalkyl, phenyl or naphthyl, substituted phenyl or naphthyl, aralkyl, substituted aralkyl, substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyran, heterocyclealkyl, substituted heterocyclealkyl, -C(=O)OR<sub>8</sub>, -OC(=O)R<sub>8</sub>, -C(=O)NR<sub>8</sub>R<sub>9</sub>, -C(=O)NR<sub>8</sub>OR<sub>9</sub>, -SO<sub>c</sub>R<sub>8</sub>, -SO<sub>c</sub>NR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>SO<sub>c</sub>R<sub>9</sub>, -NR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>C(=O)R<sub>9</sub>, -NR<sub>8</sub>C(=O)(CH<sub>2</sub>)<sub>b</sub>OR<sub>9</sub>, -NR<sub>8</sub>C(=O)(CH<sub>2</sub>)<sub>b</sub>R<sub>9</sub>,

-O(CH<sub>2</sub>)<sub>b</sub>NR<sub>8</sub>R<sub>9</sub>, or substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyran fused to phenyl;

R<sub>8</sub>, R<sub>9</sub>, R<sub>10</sub> and R<sub>11</sub> are the same or different and at each occurrence independently hydrogen, alkyl, substituted alkyl, phenyl or naphthyl, substituted phenyl or naphthyl, aralkyl, substituted arylalkyl, substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyran, heterocyclealkyl or substituted heterocyclealkyl;

or R<sub>8</sub> and R<sub>9</sub> taken together with the atom or atoms to which they are attached to form a substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl,

quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl;

*a* and *b* are the same or different and at each occurrence independently selected from 0, 1, 2, 3 or 4; and

*c* is at each occurrence 0, 1 or 2.

14. (Previously Presented) The method of claim 13 wherein the inflammatory condition is rheumatoid arthritis, rheumatoid spondylitis, osteoarthritis, gout, asthma, bronchitis, allergic rhinitis, chronic obstructive pulmonary disease, cystic fibrosis, inflammatory bowel disease, irritable bowel syndrome, mucous colitis, ulcerative colitis, Crohn's disease, gastritis, esophagitis, hepatitis, pancreatitis, nephritis, psoriasis, eczema, dermatitis, multiple sclerosis, Lou Gehrig's disease, sepsis, conjunctivitis, acute respiratory distress syndrome, purpura, nasal polip or lupus erythematosus.

15-23. (Canceled)

24. (Previously Presented) A method for treating an inflammatory condition comprising administering to a patient in need thereof an effective amount of a compound or pharmaceutically acceptable salt of the compound of claim 1.

25. (Previously Presented) The method of claim 24 further comprising administering an effective amount of an anti-inflammatory agent.

26. (Previously Presented) The method of claim 25, wherein the anti-inflammatory agent is salicylic acid, acetylsalicylic acid, methyl salicylate, diflunisal, salsalate, olsalazine, sulfasalazine, acetaminophen, indomethacin, sulindac, etodolac, mefenamic acid, meclofenamate sodium, tolmetin, ketorolac, dichlofenac, ibuprofen, naproxen, naproxen sodium, fenoprofen, ketoprofen, flurbiprofen, oxaprozin, piroxicam, meloxicam, ampiroxicam, droxicam, piroxicam, tenoxicam, nabumetome, phenylbutazone, oxyphenbutazone, antipyrine, aminopyrine, apazone and nimesulide, zileuton,

aurothioglucose, gold sodium thiomalate, auranofin, colchicine, allopurinol, probenecid, sulfinpyrazone, benzboronarone, enbrel, infliximab, anakinra, celecoxib or rofecoxib.

27. (Previously Presented) The method of claim 24, wherein the inflammatory condition is rheumatoid arthritis, rheumatoid spondylitis, osteoarthritis, gout, asthma, bronchitis, allergic rhinitis, chronic obstructive pulmonary disease, cystic fibrosis, inflammatory bowel disease, irritable bowel syndrome, mucous colitis, ulcerative colitis, Crohn's disease, gastritis, esophagitis, hepatitis, pancreatitis, nephritis, psoriasis, eczema, dermatitis, multiple sclerosis, Lou Gehrig's disease, sepsis, conjunctivitis, acute respiratory distress syndrome, purpura, nasal polip or lupus erythematosus.

28-37. (Canceled)

38. (Original) The compound of claim 7 wherein aryl is phenyl.

39. (New) The method of claim 12 wherein the cardiovascular or metabolic condition is atherosclerosis, restenosis following angioplasty, left ventricular hypertrophy, Type II diabetes, osteoporosis, erectile dysfunction, cachexia, myocardial infarction, ischemic diseases of heart, kidney, liver, and brain, organ transplant rejection, graft versus host disease, endotoxin shock, or multiple organ failure.

40. (New) The method of claim 12 wherein the infectious disease is a viral infection.

41. (New) The method of claim 40 wherein the viral infection is caused by human immunodeficiency virus, hepatitis B virus, hepatitis C virus, human papilomavirus, human T-cell leukemia virus or Epstein-Barr virus.

42. (New) The method of claim 12 wherein the cancer is of the colon, rectum, prostate, liver, lung, bronchus, pancreas, brain, head, neck, stomach, skin, kidney, cervix, blood, larynx, esophagus, mouth, pharynx, testes, urinary bladder, ovary or uterus.

43 (New) The method of claim 42 further comprising administering an effective amount of an anti-cancer agent or radiation therapy.

44. (New)

The method of claim 43 wherein the anti-cancer

agent is cyclophosphamide, Ifosfamide, trofosfamide, Chlorambucil, carmustine (BCNU), Lomustine (CCNU), busulfan, Treosulfan, Dacarbazine, Cisplatin, carboplatin, vincristine, Vinblastine, Vindesine, Vinorelbine, paclitaxel, Docetaxol, etoposide, Teniposide, Topotecan, 9-aminocamptothecin, camptothecin, crisnatol, mytomycin C, methotrexate, Trimetrexate, mycophenolic acid, Tiazofurin, Ribavirin, EICAR, hydroxyurea, deferoxamine, 5-fluorouracil, Flouxuridine, Doxifluridine, Ratitrexed, cytarabine (ara C), cytosine arabinoside, fludarabine, mercaptopurine, thioguanine, Tamoxifen, Raloxifene, megestrol, goscreclin, Leuprolide acetate, flutamide, bicalutamide, B 1089, CB 1093, KH 1060, vertoporfin (BPD-MA), Phthalocyanine, photosensitizer Pc4, demethoxyhypocrellin A (2BA-2-DMHA), interferon- $\alpha$ , interferon- $\gamma$ , tumor-necrosis factor, Lovastatin, 1-methyl-4-phenylpyridinium ion, staurosporine, Actinomycin D, Dactinomycin, bleomycin A2, Bleomycin B2, Peplomycin, daunorubicin, Doxorubicin (adriamycin), Idarubicin, Epirubicin, Pirarubicin, Zorubicin, Mitoxantrone, verapamil or thapsigargin.